

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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JOHN J. VAUGHN, GERALD A.  
KALBFLEISCH, MICHAEL HATHAWAY :  
and MYRTLE HATHAWAY :  
:  
Plaintiffs, : Civil Action  
:  
v. : No. 04-10988-GAO  
:  
PUTNAM INVESTMENT MANAGEMENT,  
LLC and PUTNAM RETAIL :  
MANAGEMENT LIMITED PARTNERSHIP :  
:  
Defendants.  
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**DEFENDANTS PUTNAM INVESTMENT MANAGEMENT,  
LLC AND PUTNAM RETAIL MANAGEMENT LIMITED  
PARTNERSHIP'S ASSENTED-TO MOTION TO IMPOUND**

In connection with their opposition to Plaintiffs' motion to compel the production of documents (Docket No. 90), Defendants Putnam Investment Management, LLC and Putnam Retail Management Limited Partnership ("Defendants") hereby move, pursuant to Local Rule 7.2 of this Court, for an Order permitting i) their memorandum of law in opposition to Plaintiffs' motion to compel (and all exhibits thereto), and (ii) all confidential appendices (collectively the "Opposition Papers") to be filed under seal and impounded until further order of the Court.

As grounds for this assented-to motion, Defendants state as follows:

1. Plaintiffs filed a motion to compel the production of documents concerning Putnam's non-mutual fund institutional clients on December 8, 2006.
2. Plaintiffs filed their papers in support of this motion under seal after this Court granted their motion to impound (Docket No. 76) on November 13, 2006.

3. Defendants expect to file their opposition to that motion on Friday, December 22, 2006.

4. Defendants believe that certain information may be helpful to the Court in resolving that motion, including highly confidential and non-public Putnam information and documents.

5. By this motion, Defendants request leave to file their Opposition Papers under seal, so that the Court has the benefit of the information and materials contained therein in resolving Plaintiffs' motion.

6. Defendants will provide Plaintiffs with a copy of the Opposition Papers on the same day they are filed, so that Plaintiffs will not be prejudiced in any way by the time that elapses between the filing of this motion, and the ruling of the Court on this motion.

7. This motion is supported by the parties' Stipulation And Order For The Protection And Exchange Of Confidential And Highly Confidential Information (the "Stipulation and Order") (Docket No. 43), which includes provisions for the filing under seal of materials which the parties have designated Confidential or Highly Confidential, and which the Court entered on January 5, 2006. (Defendants' Opposition Papers will be designated Confidential or Highly Confidential pursuant to the Stipulation and Order.)

8. Local Rule 7.2(a) requires that a motion to impound:

contain a statement of the earliest date on which the impounding order may be lifted, or a statement, supported by good cause, that the materials should be impounded until further order of the Court. The motion shall contain suggested custody arrangements for the post-impoundment period.

At the conclusion of the litigation, after any appeals have been exhausted, Defendants suggest that the impounded pleadings be returned to Defendants' undersigned counsel for handling in accordance with the terms of the Stipulation and Order.

WHEREFORE, Defendants Putnam Investment Management, LLC and Putnam Retail Management Limited Partnership respectfully request that the Court allow its Motion To Impound.

**LOCAL RULE 7.1(A)(2) CERTIFICATION**

The undersigned counsel hereby certifies that counsel for Defendants has conferred with counsel for Plaintiffs who have assented to the requested relief.

Dated: December 21, 2006  
Boston, Massachusetts

Respectfully submitted,

**CERTIFICATE OF SERVICE**

I certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on December 21, 2006.

December 21, 2006 /s/ Scott T. Lashway  
Scott T. Lashway

/s/ James R. Carroll

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